

Exhibit A

DECLARATION OF JAMES MARTINEK

I, James Martinek, hereby declare the following:

1. I am the Director of Roaming for T-Mobile USA, Inc. ("T-Mobile"). I am responsible for implementing T-Mobile's corporate policies regarding roaming and for overseeing and negotiating roaming agreements for T-Mobile.
2. I have worked in the wireless industry since 1985 and for T-Mobile (or its predecessor companies) specifically from 1999-2000 and from 2003 to the present. I also was the Director of Billing and Roaming Operations for AT&T Wireless Services from 1994 to 1997. I hold a degree from Albion College and have engaged in roaming-related work since 1991 when I was involved in the launch of the first GSM commercial service in Hong Kong. I have worked with Iridium LLC on international roaming for its satellite network as well as Western Wireless Corporation (now ALLTEL Corp.) when it launched its GSM roaming service in 2003.
3. In this declaration, I describe T-Mobile's experiences regarding the commercial mobile radio service ("CMRS") roaming market and negotiating roaming arrangements with other wireless carriers in the United States.
4. T-Mobile's nationwide network is based on a GSM/GPRS platform. At this time T-Mobile enters into roaming agreements only with other carriers that use a GSM/GPRS platform, although various solutions are being developed that reduce or eliminate technological impediments to roaming on networks that use different standards. T-Mobile's roaming agreements apply to operations at both 850 MHz and 1900 MHz so that its subscribers and those of its roaming partners have access to the most capacity possible for ubiquitous roaming.

5. Successful roaming relationships are essential to T-Mobile's strategy to keep existing customers and attract new ones. T-Mobile's experience is that U.S. consumers demand affordable wireless services with extensive wireless coverage areas. To meet this demand, T-Mobile has constructed and continues to expand its facilities-based GSM/GPRS system. However, to fill out T-Mobile's national footprint in rural and other areas where it could be uneconomic to invest in facilities, T-Mobile relies heavily on roaming arrangements with other GSM/GPRS carriers. T-Mobile believes that coverage area and roaming ability are key factors by which it can distinguish itself from other wireless carriers.

6. T-Mobile has reached roaming agreements with all other GSM carriers in the United States. Specifically, since 1999, T-Mobile has entered into forty-five (45) commercial domestic roaming agreements. Except for a limited number of cases in which T-Mobile and its roaming partner may still be in the testing process, T-Mobile currently has active roaming under all of these agreements. Through those agreements, T-Mobile's subscribers have access to an area of more than six hundred fifty thousand (650,000) square miles in the United States where T-Mobile does not have network facilities. That area also is growing as T-Mobile's roaming partners continue to build out their systems. T-Mobile has been, and will continue to be, open to roaming arrangements with other technically compatible wireless carriers.

7. The GSM/GPRS platform itself is an open, evolving non-proprietary system that facilitates roaming capability. The GSM standard was originally developed in Europe where cross-border traffic by wireless subscribers was common and having a different cellular technology in each country was a significant hindrance to using wireless services and overall economic growth. It was agreed that a digital standard would be developed that could be used universally wherever deployed. GSM/GPRS systems automatically register roaming GSM customers to ensure seamless handoffs. In contrast, manual roaming is not consumer-friendly

because it often requires subscribers to take multiple awkward steps to place a call, including manually registering with a host system, placing a call through an operator, and paying by credit card. For this reason, the GSM standard has not employed manual roaming functionality. T-Mobile has found that its roaming partners still may have variations in their networks and services even when operating under the flexible and efficient GSM standard.

8. Although T-Mobile has entered into roaming agreements with operators in certain urban markets, the majority of T-Mobile's roaming arrangements are with small carriers in more rural portions of the United States. Smaller GSM/GPRS operators do not depend solely on T-Mobile for roaming capability. They can and do enter into agreements with Cingular, the largest nationwide GSM/GPRS provider, and other wireless carriers.

9. T-Mobile competes aggressively with all of the nationwide and regional wireless carriers in the United States, whether they use GSM/GPRS or another technical standard. T-Mobile competes against Cingular for roaming business as well as for other types of wireless business. Many of T-Mobile's roaming partners have roaming arrangements with Cingular as well. Any attempt by either nationwide operator to refuse roaming or charge inflated roaming rates would encourage a roaming partner to send its roaming traffic to the other nationwide operator, decreasing the first operator's roaming revenue.

10. T-Mobile has mutually beneficial relationships with its roaming partners, even those that it otherwise competes against. Indeed, a roaming agreement is only one aspect of T-Mobile's commercial relationship with its roaming partners. The roaming agreement itself is usually very complex, as it addresses factors such as volume commitments, locations, network quality, subscribership, the unique characteristics of the parties, and other issues. Often, roaming agreements are coupled with spectrum leases or partitions or agreements that address other commercial relationships between the parties. Negotiation of these agreements often includes

trade-offs among all of the issues between the parties. It would be very difficult for regulation to effectively address all of the elements of value to carriers and consumers in a roaming agreement.

11. T-Mobile's roaming arrangements generally address one of three factual situations: (1) T-Mobile's roaming partner has retail customers and a network that does not overlap with T-Mobile's network; (2) the roaming partner has retail customers and a network that does overlap with T-Mobile's network; and (3) the roaming partner is facilities-based but has no retail customers. Most of T-Mobile's roaming partners have their own retail customers consistent with situations (1) and (2). In these cases, T-Mobile's roaming agreements are reciprocal in nature, with both parties having similar rights, obligations, and roaming rates. The majority of T-Mobile's roaming partners have their own retail customers consistent with situations (1) and (2) above, or a combination of those two cases where there is partial overlap of the carriers' networks. In these cases, T-Mobile's roaming agreements generally are reciprocal in nature, with both parties having similar rights, obligations, and roaming rates.

12. In situation (1), T-Mobile, as a nationwide operator, typically needs the coverage provided by a smaller operator, so that T-Mobile subscribers have wireless access in areas where it has not constructed facilities. T-Mobile's agreements in this situation provide that the subscribers of its roaming partner may roam onto T-Mobile's network. Both parties benefit from gaining roaming capability in areas where they do not have facilities-based service and from earning roaming revenues. In this situation, T-Mobile's successful roaming partners have created viable business plans because they offer retail wireless service to their customers with nationwide service and can supplement their incomes with roaming revenue from T-Mobile.

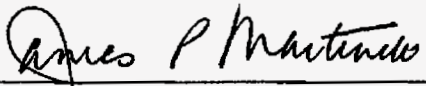
13. Situation (2) arises with those operators whose networks completely overlap with portions of T-Mobile's network and thus offer no opportunity for T-Mobile to expand its

footprint. In those instances, however, T-Mobile still enters into roaming agreements under fair and reasonable terms. Although T-Mobile customers may not roam onto its partner's network in this situation, its partner's customers are able to roam onto T-Mobile's network. T-Mobile values these agreements so that its roaming partners' subscribers use T-Mobile's nationwide network rather than its competitors' networks.

14. Under situation (3), there are several GSM/GPRS operators without retail customers and their business plans appear to be based on recouping construction and operating costs via roaming revenues. These cases typically are operators in very remote locations of the United States. In these cases T-Mobile negotiates roaming arrangements so its customers have roaming capability in these remote areas.

15. Because coverage area is a principal factor that many consumers consider when choosing a wireless carrier and plan, T-Mobile places great emphasis on marketing regarding its service area. For example, T-Mobile has introduced an interactive Personal Coverage Check feature to its website and retail stores that allows customers to check the range and quality of T-Mobile's network and roaming coverage in any location of the country. T-Mobile's goal is to ensure that its subscribers can seamlessly use their wireless devices throughout the United States without any concerns about whether they may be "on-net" (*i.e.*, using T-Mobile's physical network) or "off-net" (*i.e.*, roaming on another wireless carrier's network). Accordingly, whenever possible, T-Mobile does not distinguish between the use of its network or another carrier's network from a service or billing perspective.

I declare under penalty of perjury that the foregoing is true and correct.


James Martinek

Executed on November 28, 2005.